

EXHIBIT 2



In the Matter Of:

McCants

V.

Wawa, Inc.

C.A. # 04-257 (KAJ)

Transcript of:

John Poplawski

December 14, 2004

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1 interrogatories, copies of previous depositions, copies
2 of Mr. McCants' performance evaluations, notes that I
3 provided, results from the interview processes that
4 Mr. McCants participated in. That's pretty much it.

5 **Q. The notes that you provided, I'm not sure I**
6 **remember seeing any notes that you had written.**

7 A. It was a decision matrix around the interview
process.

8 **Q. That's the interview that I have.**

9 A. Yes.

10 **Q. We'll discuss that in a few minutes. I was**
11 **thinking handwritten notes.**

12 A. No.

13 MR. ABER: As long as we are on that
subject, we'll mark this Poplawski 1.

14 (Poplawski Deposition Exhibit No. 1 was
15 marked for identification.)

16 BY MR. ABER:

17 **Q. What has been marked as Poplawski 1, are you**
18 **familiar with that document?**

19 A. Yes.

20 **Q. Is what the review matrix you were just**
21 **mentioning?**

22 A. Yes.

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1 So, in other words, if it was a gasoline
2 store and it was a new store, then that store would be
3 posted. In other words, an E-mail message would be sent
4 out electronically to interested parties as well as a
5 posting would be placed in our, what we call, Brand News
6 which is where job postings are printed. For existing
7 stores, they did not have to be posted.

8 **Q. When you say existing gas stores --**

9 A. Correct. That was at the discretion of the area
10 manager whether that store had to be posted or not.

11 **Q. Is there a policy that says that all new stores**
12 **are going to be posted?**

13 A. I don't believe it's a policy. It's guidelines
14 that are drafted from our human resource folks.

15 **Q. You said guidelines are that drafted by --**

16 A. Are you asking me if there is a policy? No.

17 **Q. Are these guidelines written?**

18 A. Yeah.

19 **Q. Where do you find the guidelines concerning**
20 **posting?**

21 A. You could get them from our human resource
22 department.

23 **Q. Store 840 that's represented by Poplawski 1, was**
24 **that a new store?**

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1 **Q. In reviewing the documents that were produced to**
2 **me by Wawa, I saw one of these documents. Is there more**
3 **than one or is this the only one?**

4 A. For this particular interview process, yes, this
5 is the only one.

6 **Q. Not for this interview process, in preparing for**
7 **your deposition, did you review more than one of these**
8 **documents?**

9 A. No.

10 **Q. Can you explain to me the process by which a**
11 **vacancy for -- let me back up for a second. This was for**
12 **a vacancy -- as I understand it, 840 is what is called a**
13 **gas store?**

14 A. Correct.

15 **Q. Is the process by which vacancies for gas stores**
16 **are filled the same or different than the method by which**
17 **vacancies in the run of the mill corner store is filled?**

18 A. You are asking me does it differ?

19 **Q. Yeah.**

20 A. Yes, it does.

21 **Q. How does it differ?**

22 A. The interviewing or posting policy, at the time,
23 was that all new gas stores were posted. Existing stores
24 did not necessarily have to be posted.

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1 A. No.

2 **Q. If it's not posted, then management can just**
3 **reach out and grab somebody and say you are the new**
4 **manager of an existing store, correct?**

5 A. Correct.

6 **Q. But for 840, that was not done. There was an**
7 **interview process?**

8 A. Correct.

9 **Q. Do you know why it was chosen to do the interview**
10 **process for an existing store in that case?**

11 A. Yes. 840 was a particularly challenging store
12 both in its volume, in other words, does a lot of sales,
13 and it --

14 **Q. Where is it, by the way?**

15 A. Route 13, right by the 495 and 13.

16 **Q. Where the Lord Delawar Motel used to be?**

17 A. There did used to be a motel there, yes. I don't
18 know the name of it. It's across from the DMV and the
19 New Castle Police.

20 It was a rather challenging store because of
21 the volume, rather challenging store because of the
22 amount of staff. It had 35 to 40 associates. It was one
23 of the highest profit producing stores in the
24 organization at the time. And a store like that, we want

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 1 to make sure that we had the best and brightest person
 2 running it. So we posted that store. And those who were
 3 interested applied for that store and interviews were
 4 scheduled and conducted for that store.

5 **Q. And there were only four people that applied for**
 6 **it?**

7 A. Uh-huh.

8 **Q. I would like to go through the various -- this**
 9 **matrix, is this a matrix that you put together or is this**

10 **a standard matrix used for all interviews?**

11 A. This is not a standard matrix necessarily used
 12 for all interviews. However, supervisors all used
 13 different things at the end of the interview process to
 14 try and separate the interview, the materials that a
 15 person brought to an interview. It's meant to gain
 16 clarity at the end of the interview process after you
 17 have spoken with four people.

18 It is sometimes challenging to differentiate
 19 folks at the end. So you want to have something that you
 20 can go back and ask yourself a question. Okay. In this
 21 particular area of skill, how did this person fair in the
 22 interview process? How do they fair in their current job
 23 responsibilities?

24 **Q. Were you the only person doing the interviewing?**

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 1 A. No.

2 **Q. Who else did the interview?**

3 A. My boss, Jim Shortall.

4 **Q. So the two of you would sit and listen to people**
 5 **and jointly score them?**

6 A. Correct.

7 **Q. At one time when I helped score people in bar**
 8 **exams when lawyers take the bar exam, we would work in**
 9 **teams. We would each score the test individually and we**
 10 **would compare our scores. And if there was a diversion,**
 11 **we were trying to find why there was a diversion. If**
 12 **they were virtually the same, we would say, okay, we**
 13 **agree. Is that the way you did it or did you both sit**
 14 **there and look at each and say I think a 3 and the other**
 15 **one would nod yes?**

16 A. We did it together. And it was just a matter of
 17 having a conversation back and forth around what we
 18 recall from sitting through the interview process. And
 19 then we had discussion back and forth until we agreed
 20 upon a score.

21 **Q. Is there anything that describes the terms for**
 22 **which scores were given in this exhibit?**

23 A. I don't understand your question.

24 **Q. For instance, the third one talks about overall**

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1 **experience.**
 2 A. Is there anything that describes that in writing?
 3 No.
 4 **Q. In some interview processes, somebody will**
 5 **prepare something that says these are the 10**
 6 **characteristics you have. And for each characteristic,**
 7 **it will give you a short description of what that**
 8 **characteristic means. Is there such an explanation for**
 9 **these terms?**

10 A. No.

11 **Q. So these are really terms of your own creation?**

12 A. Yes.

13 **Q. I would like to go through them and see what goes**
 14 **into making up each one. The one says "knowledge of**
 15 **gasoline operations." What factors were you looking at**
 16 **there?**

17 A. It's really whether or not they have had
 18 experience running a gasoline operation or not. Pretty
 19 cut and dry.

20 **Q. How can you differentiate between Jeff McCants**
 21 **had a 4 for gasoline operations and George Shelton had a**
 22 **5?**

23 A. Jeff McCants was an assistant manager in a
 24 gasoline store. George Shelton had been successfully

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1 managing, as a store manager, a gasoline store for about
 2 a year-and-a-half, two years.

3 **Q. And Tom Grant had a 2?**

4 A. Tom Grant had had training to prepare himself for
 5 the interview process. In other words, he had gone to a
 6 local gas store, had gone through the Level 1, Level 2
 7 gasoline training and had some experience hands-on in a
 8 gasoline store, however, was not responsible for that
 9 store. And the other gentleman didn't have any gasoline
 10 experience.

11 **Q. Experience in volume, what's that?**

12 A. Simply a measure of the sales volume of their
 13 existing store. How likely is that candidate to be able
 14 to handle a high volume store based on the experience
 15 that they have in their current store?

16 **Q. You said Mr. McCants was an assistant manager at**
 17 **a gas store. That's a high volume store; isn't it?**

18 A. It is. However, it's different being an
 19 assistant manager and having the responsibilities than
 20 being the store manager and having the full
 21 responsibility of being accountable for the business.

22 **Q. Overall experience, is that just the number of**
 23 **years with the company?**

24 A. Time with the company, positions held.

7 (Pages 22 to 25)

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1 **Q. Ability to manage diversity, what does that mean?**
 2 A. Diversity of people, diversity of challenge in a
 3 store environment. In other words, if you are a local
 4 neighborhood Wawa and you are dealing with people coming
 5 in and buying bread and milk and it's pretty much the
 6 same customers every day, or are you in a store that's in
 7 a transient area where you are dealing with your
 8 neighborhood folks as well as people that are traveling
 9 and coming and getting sandwiches and coffee? There is a
 10 different challenge associated with each type of store.
 11 As well as, do you have 10 associates or 12
 12 associates that are homemakers that are looking for
 13 supplemental income? Do you have students? Do you have
 14 people that work at Wawa as their full-time career? You
 15 know, managing diverse staffs as far as what they are
 16 looking to get out of Wawa. And, in that particular
 17 case, store 840, just a sheer number of staff, managing
 18 35 to 40 people.
 19 **Q. And the ability to succeed in challenging**
 20 **environments, what does that mean?**
 21 A. It's just a measure of how challenging their
 22 current store environment where they manage today is and
 23 how successfully they are doing that.
 24 **Q. Well, at the time Mr. McCants applied for this**

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1 **And Mr. Shelton, at that time, had what**
 2 **store?**
 3 A. 841, the second highest volume gas store in
 4 Delaware, at that time, located across from New Castle
 5 Airport.
 6 **Q. How did that store compare to 840 in volume?**
 7 A. On any given week, 840 might do 100,000, 105,000
 8 per store week. 841 might do 5 to 10,000 less than that.
 9 So relatively similar.
 10 **Q. They are basically the same type of store?**
 11 A. As far as sales volume goes, yes.
 12 **Q. How would they be different?**
 13 A. The challenges associated with running them.
 14 **Q. Why?**
 15 A. 840 was in a much more challenging, as you
 16 indicated, a much more challenging area, lots of
 17 nightclubs, lots of nighttime business that required the
 18 manager to really build and train a solid staff for
 19 off-hours running of a business. There is a lot of
 20 nighttime activity on Route 13, whether it be transient,
 21 whether it be nightclubs, whether it be folks working in
 22 related industries close to that.
 23 841 was a very busy store but very busy
 24 mostly daytime with transient and office workers and

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1 **position, what store did he have?**
 2 A. Store 825 on Basin Road.
 3 **Q. Was that considered a not very challenging store?**
 4 A. It was a neighborhood store. It had some
 5 challenge because it had a local high school near it.
 6 But as far as nighttime activity with nightclubs or large
 7 rushes of people that would have made the store
 8 challenging at a lunchtime, no.
 9 **Q. What about Mr. Smith, where did he manage?**
 10 A. He was managing a high volume store over the
 11 Commodore Barry Bridge on Route 322 in Swedesboro,
 12 New Jersey, highly transient.
 13 **Q. Mr. Grant?**
 14 A. Mr. Grant, at that time, was managing Store 811,
 15 which is on Murphy Road and Foulk, in that intersection.
 16 I think that's the cross street. It had a very busy
 17 lunch rush because of the Astra Zeneca office buildings
 18 as well as other related office buildings in the area,
 19 but it wasn't terribly challenging. It was a
 20 neighborhood store that had a busy daytime offer and a
 21 busy weekend offer because of the neighborhoods and
 22 soccer games and football games and high school
 23 activities.
 24 **Q. Watch how you talk about my Wawa.**

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1 folks from the airport and things of that nature.
 2 Nighttime was more people traveling home, neighborhood
 3 type business. So even though it may have been similar
 4 in volume, it didn't have the challenge that 840 had.
 5 **Q. Ability to grow sales, what does that mean?**
 6 A. Simply how did they grow their business in their
 7 existing assignment.
 8 **Q. How did you measure that?**
 9 A. What was their sales increase over a prior year.
 10 **Q. You look at the financials in the store?**
 11 A. Yes.
 12 **Q. So if somebody's sales had gone up 10 percent,**
 13 **that meant that they had a strong ability to grow sales?**
 14 A. I don't recall what the exact number was. I
 15 mean, it would depend upon --
 16 **Q. I'm not asking you to remember the exact numbers.**
 17 **What I'm saying is: If I wanted to determine whether**
 18 **somebody had the ability to grow sales, how would I do**
 19 **that by looking at their store?**
 20 A. "A" would be the raw number of what is their
 21 percent increase over a prior year. And then "B" would
 22 be what activities that person did to drive that. Many
 23 times sales growth grows not because of a manager but
 24 because of activities that sprout up around their store,

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1 in other words, built a new office building, a thousand
 2 new workers. Sales are going to go up whether the
 3 manager does anything or doesn't do anything.
 4 Conversely, if you are in an established
 5 area with not a lot of growth but the manager is making
 6 sure he or she is on the sales floor greeting customers
 7 every day, making sure that the area is spotless around
 8 the coffee area, making sure that registers are staffed
 9 at all times to get customers in and out, that could also
 10 grow sales in an established environment because you are
 11 providing a high level of customer service in getting
 12 customers in and out.

13 **Q. In other words, to determine whether or not the
 14 sales is actually -- you actually have to look at the
 15 financial numbers?**

16 A. Yes.

17 **Q. Is there any way of determining that without
 18 looking at the financial numbers?**

19 A. No.

20 MS. BILENKER: Objection.

21 MR. ABER: What is the objection?

22 MS. BILENKER: He answered ways to measure
 23 both outside and inside the store without looking at the
 24 percentage of increase over prior years. So I'm just

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1 Q. The next category is ability to build a strong
 2 team. What does that mean?
 3 A. The ability to successfully staff your store, the
 4 ability to have a team that can run the business in the
 5 absence of the manager, in other words, that they have
 6 been trained, that they have done things, that the
 7 manager has done things to assure that when he or she is
 8 not there that they run the business proficiently.

9 Q. What about the ability to work together in a
 10 harmonious -

11 A. That as well.

12 Q. So if you've got 10 associates who are always
 13 chewing at each other, fighting or disagreeing, that's
 14 not building a harmonious team?

15 A. Not necessarily, no.

16 Q. Well, but would that be a measure of the ability
 17 to build a strong team, whether or not your associates
 18 work together in a smooth, harmonious fashion?

19 A. Yes, that would be a measure of that.

20 Q. And if you had a team that was disgruntled and
 21 unhappy with a manager and thought the manager was a bad
 22 manager, would that be a sign of a good ability to build
 23 a strong team or an inability to build a strong team?

24 A. I would probably be an inability to build a

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1 objecting.
 2 BY MR. ABER:
 3 **Q. Ability to manage controllable, what does that
 4 mean?**
 5 A. The ability to manage the controllable
 6 categories, which at Wawa are sales, shrink, spoilage,
 7 labor and operating expenses such as paper costs, things
 8 of that nature. Simply a financial measure on their
 9 income statement.

10 **Q. So you would have to look at the income
 11 statements?**

12 A. Yes.

13 **Q. There is no way of doing that without looking at
 14 the income statements?**

15 A. No.

16 **Q. So I guess looking at the ability to grow sales
 17 and ability to manage controllable, Mr. McCants had the,
 18 according to this matrix, the lowest scores in that area?**

19 A. Uh-huh.

20 **Q. So if I were to look at the financial records of
 21 all four candidates, he would have the worst of the
 22 financial in those regards; the financial records would
 23 bear that out?**

24 A. Yes.

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1 strong team.
 2 **Q. Am I correct that in this category Mr. McCants,
 3 of the four candidates, was judged to be one of the two
 4 strongest?**

5 A. Yes.

6 **Q. Did you, in your interview process, discover
 7 anything about him that led you to believe that he had
 8 weaknesses in his ability to build a strong team?**

9 A. There were some things in his interview process
 10 and in his business plan that he stated he was going to
 11 do once he got Store 840 that he was not currently doing
 12 at Store 825.

13 **Q. Which were?**

14 A. Things such as being active in the community to
 15 staff his store. That's the one that sticks out. If I
 16 had a copy of his business plan, I could walk through
 17 them with you. But in his plan, that was the one that I
 18 recall that stuck out.

19 He stated that he was going to become more
 20 active in the community, to staff from the local high
 21 schools and go out in the community to staff. And he
 22 wasn't currently doing that at 825. So that wasn't a
 23 good indication -- past performance is indicative of what
 24 you are going to do in the future. And that wasn't

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1 happening there.	1 their store at the current time.
2 Q. That must not have been a very serious element	2 Q. What factors do look at to judge performance?
3 because --	3 A. It's the overall running of the business. It's
4 A. You didn't ask me if it was serious.	4 everything from the financials, how they are meeting the
5 Q. I'm asking were there any problems. And you	5 controllable numbers that we spoke about earlier. It's
6 identified this as one issue that you had.	6 how they are treating their people. And it's how they
7 A. Well, you asked me if there were any things that	7 are developing themselves. In other words, if they are
8 came out in the interview process, not if there were any	8 struggling in areas, are they working to try and improve
9 problems. Now, if you want to ask me about his in-store	9 in those?
10 performance around that category, then that would be a	
11 different question.	
12 Q. Did you analyze his in-store performance?	10 Q. Let's go through those characteristics again.
13 A. Sure.	11 What was the first one that you mentioned?
14 Q. Is that reflected in this matrix?	12 A. Overall financial performance of the business.
15 A. This matrix is a combination of in-store and	13 Q. Did you have to look at the paper records of how
16 interview, yes.	14 they were operating their stores?
17 Q. So if go to any of these categories, if there is	15 A. In some cases, yes, in some cases, no. Jeff, I
18 anything about his in-store performance that went into	16 believe, outlined his financial performance in his
19 your judgment, I want you to tell me about that too.	17 business plan that he brought with him to the interview.
20 A. Okay. There were other issues in in-store	18 However, I was his supervisor at Store 825 at the time as
21 performance around some associates at 825 who felt that	19 well. So I was certainly intimate with his financial
22 Jeff was not a hands-on team player type manager, wasn't	20 performance.
23 necessarily visible on the sales floor as much as they	
24 felt he should have been, maybe didn't resolve issues	21 Q. Were you familiar with the other employees'
	22 financial performances or did you have to look at their
	23 records?
	24 A. Mr. Grant and Shelton both worked for me as well,
1 with them in satisfactory manners.	
2 Q. Is that a serious issue?	1 so, yes. Mr. Smith I was not. And I called his
3 A. It depends on the issue. I mean, is two	2 supervisor, as would be customary, to find out about his
4 associates necessarily coming forward to complain about a	3 performance at the time.
5 manager a very serious issue? No.	
6 Q. So that wasn't enough to affect the high score	4 Q. So one of those characteristics was financial.
7 that he had in that category in your interview process?	5 What were the other ones?
8 A. It was enough to keep him from getting a 5.	6 A. Ability to manage their team or people.
9 Q. But he still had the highest score of the four?	7 Q. What were the others?
10 MS. BILENKER: Objection.	8 A. And then the last thing was, you know, ability to
11 A. Him and another gentleman, yes.	9 develop one's self or improve upon areas that needed
12 Q. What is overall scope?	10 improvement.
13 A. It's the ability of the manager to look beyond	
14 his or her business. Many times there are activities	11 Q. You also said something about controllables.
15 within the area that a manager participates in, whether	12 A. Yeah, the controllables would be the those areas
16 it be a cross-functional team to work on shrink in the	13 we spoke about earlier, which would be sales, shrinkage,
17 area -- let's say three or four stores in the area are	14 spoilage, labor.
18 struggling at the same problem. Managers, from time to	
19 time, will get together to work as a group to do night	15 Q. And how do you know those numbers?
20 runs, to help review each other's paperwork to see if	16 A. They are detailed monthly on a manager's
21 maybe one set of eyes is missing something versus	17 financial statement.
22 another, that type of thing.	
23 Q. Current performance?	18 Q. So to compare these four, you would have to look
24 A. It's simply a snapshot of their performance in	19 at the monthly financial statements?
	20 A. If I didn't have intimate knowledge of them
	21 working for me, yes.
	22 Q. But the only way somebody could judge whether or
	23 not -- if somebody said I want to make sure that your
	24 analysis here is an accurate one, the only way to do that

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1 would be to go back and look at those monthly financials;
2 isn't it?
3 A. Yes.
4 Q. Intangibles, that's a scary one.
5 A. It's just really their ability to work with their
6 peer team. It's their ability to be the best fit in a
7 particular location based upon past performance. You
8 know, it's all those things not covered in the previous
9 ones.
10 Q. Polish, what does that mean?
11 A. How prepared were they for the interview? Did
12 they come dressed appropriately for the interview? Did
13 they come prepared with a business plan for the
14 interview?
15 Q. So, obviously, Mr. McCants was highest ranking of
16 all those in that category?
17 A. Uh-huh.
18 Q. Believability, what does that mean?
19 A. If someone brought you materials to an interview
20 process and said they were going to do certain things,
21 were they currently doing them in their current
22 assignment? In other words, I interview for a job where
23 Mr. McCants was interviewing for Store 840. He outlined
24 certain things that he said he was going to do should he

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1 A. Theoretically, could it? Yes. Is that typically
2 the case at Wawa? No.
3 Q. Most of it's theft?
4 A. Yes.
5 Q. What was your experience with Mr. McCants at the
6 time that he applied for this gas store at 841?
7 A. He had worked for me as a manager at Store 825.
8 Q. And he was your assistant manager?
9 A. He was the store manager of Store 825 at the time
10 he applied to be the manager of Store 840.
11 Q. How long had he been manager at 825?
12 A. Off the top of my head, I don't know. I want to
13 say he got to Store 825 prior to me becoming his
14 supervisor. So he was there for a couple of months prior
15 to me getting there. I believe I arrived in that area
16 early 2001. So he would have worked for me for about 10
17 months is my best guess.
18 MS. BILENKER: You shouldn't guess.
19 Q. Mr. Shelton had previously come from Store 841,
20 correct?
21 A. Yes.
22 Q. And he had been the manager of Store 841?
23 A. Yes.
24 Q. When he was awarded Store 840, was that

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1 become the manager of Store 840. Was he currently doing
2 those things in his current assignment?
3 Q. I gather from this you didn't believe what he was
4 saying he was going to do because he wasn't doing them?
5 A. He was not doing them at 825, that's correct.
6 Q. What was he not doing at his present store that
7 he said he would do at Store 840?
8 A. Proper staffing levels, ability to manage and
9 control shrink. His shrinkage at Store 825 was worse
10 than budget and was struggling. Store 840 was one of the
11 most challenging shrink stores in the State of Delaware.
12 Q. Shrink, as I understand it, shrink is that
13 merchandise that's walking out of the store without
14 people paying for it?
15 A. It's a combination of a couple of things. It's a
16 combination of customer theft, employee theft or the
17 inability of the manager to track his or her records
18 around vendor deliveries, billing, enforcing policy that
19 associates have receipts for items that they are
20 consuming, things of that nature.
21 Q. So you might have shrink problems without
22 actual -- I realize there is a certain amount of
23 shoplifting, but it can apply to just bad record keeping,
24 too, where there is not actual theft going on?

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1 considered a promotion?
2 A. No. It was a considered a lateral move.
3 Q. And then 841 became empty?
4 A. Yes.
5 Q. Was that job posted?
6 A. No.
7 Q. Why not?
8 A. Again, the guidelines were that they would
9 typically post all new gas stores. 841 was an existing
10 gas store. And we felt we had, through the interview
11 process and as well as other folks within my area, had
12 qualified people that we could look at for that position.
13 Q. Well, a person who got 841 did not interview for
14 840.
15 A. That's correct.
16 Q. Where did he come from?
17 A. He was a gas store manager in Bel Air Maryland.
18 And at the time he was promoted to 840, he was running
19 our third highest volume store in Hockessin, Delaware.
20 Q. Which is not a gas store?
21 A. No, it's not, but he had previous gas experience
22 in Bel Air, Maryland.
23 Q. Now I'm a little confused. I gather the
24 hierarchy of stores, gas stores are considered better

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1 than neighborhood stores?

2 A. Typically, yes.

3 Q. Why would somebody go from a gas store to a
4 neighborhood store then?5 A. He was living in southern Pennsylvania. And the
6 travel and commute to Bel Air I guess, became too much
7 for him and he wanted to get closer to home. When he
8 came back to Delaware, the store that was available at
9 the time was Store 842 in Hockessin, which was a very,
10 very successful high volume store.11 Q. Did Mr. McCants ever approach you after
12 Mr. Shelton got 840 and ask or make comments about why he
13 didn't get it?

14 A. He inquired why he didn't get the store, yes.

15 Q. What was the nature of that conversation?

16 A. I notified Jeff, I believe, the night of the
17 interview process -- in other words, the interviews were
18 completed in the afternoon -- notified him that he didn't
19 get it and that we would speak later regarding how the
20 interviews went and what occurred. He simply asked why
21 he didn't get it. And I relayed to him that it was a
22 matter of experience and it was a matter of some of the
23 other folks in the interview process had more gas
24 experience and more high volume experience than he had;

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1 them that it was simply a matter of experience, that he
2 had run a gas store successfully for a period of time and
3 was performing very, very well at a much higher volume
4 location than any one of the other candidates currently,
5 and he was the best fit for 841 at the time.6 Q. Did Mr. McCants express any upset or displeasure
7 over not getting 840?8 A. He was concerned that he didn't get it, yes. He
9 was concerned that he believed that the fact that he had
10 been at 840 prior to becoming a manager, in other words,
11 he was at 840 as an assistant manager and then became
12 manager at 825, he believed that made him more qualified
13 to be the manager at 840 than anyone else.14 Q. Did he make any comments concerning that he did
15 not believe he was being given enough adequate
16 opportunities at Wawa?

17 A. No.

18 Q. Was there any discussion by him or any comments
19 by him about diversity of Wawa's employment practices?

20 A. No.

21 Q. That subject never came up?

22 A. No.

23 Q. Would you have any knowledge of Mr. McCants ever
24 being involved in discussions with any Wawa personnel

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1 however, that I was keeping him in mind for the other
2 stores that were yet to be filled. Because when 840 was
3 filled, that left an opening at 841. And we needed to
4 work through that process of filling the other stores.

5 Q. You said you were keeping him in mind for 841?

6 A. Correct.

7 Q. What did you mean by keeping him in mind? It
8 would pass through your mind and then reject him or what?9 A. We had just spent a couple hours interviewing
10 Jeff as well as a couple of the other candidates. So,
11 certainly, the interview process was fresh in our mind.
12 There was no need to re-interview Jeff or Tom or Gary for
13 another store. They had just done so a couple days
14 previous.15 When 840 became open, we assessed who would
16 be the best fit for that. Chris Casey, having previous
17 gas experience, having expressed interest to get back in
18 a gas store and having successfully ran a gas store, in
19 our minds, was the best fit for us at that time.20 Q. Did either Mr. Grant or Mr. Smith express any
21 concerns on why Mr. Carey got 841?

22 A. Mr. Casey?

23 Q. Mr. Casey.

24 A. They inquired as to why, yes. It was relayed to

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1 concerning diversity at Wawa?

2 A. No.

3 Q. What I'm looking for, and I had not planned on
4 using it, there are some documents that were produced to
5 me by both Mr. McCants and Wawa that shows Mr. McCants
6 being used, for lack of a better term, in a recruiting
7 poster. Are you familiar with that?

8 A. Yes.

9 Q. Why was Mr. McCants chosen for that promotion?

10 A. I don't know. It wasn't chosen by me.

11 Q. Was he chosen while he was working for you?

12 A. No, it was prior to working for me. It was
13 chosen by Rick Downes, who was his supervisor prior to
14 me.

15 Q. Were those his area supervisors?

16 A. Prior to me, yes.

17 Q. Who is Tom Grant?

18 A. Tom Grant was a store manager who interviewed for
19 Store 840. He was a store manager at Store 811 at the
20 time that he interviewed for Store 840.

21 Q. Where is he now?

22 A. I don't believe he's working for the organization
23 any longer. Exactly where, I couldn't tell you.

24 Q. Do you know when he left the organization?

12 (Pages 42 to 45)

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1 A. No.
 2 Q. And Gary Smith, where is he now?
 3 A. I don't know.
 4 Q. He left the organization also?
 5 A. I don't know. He could still be employed. I
 6 really couldn't tell you. When we interviewed him, he
 7 was in New Jersey, which was not our geography. So I
 8 don't typically keep track of when and where managers go
 9 and move to.
 10 Q. How many employees does Wawa have, ballpark?
 11 A. Roughly 15,000.
 12 Q. Tom Grant, at one time, was a manager that worked
 13 for you?
 14 A. Tom Grant was a manager that worked for me during
 15 this interview process. He was the manager of Store 811.
 16 Q. Did you ever work with Mr. Grant concerning the
 17 number of hours that he put in his store?
 18 A. I don't remember having that conversation.
 19 Q. Is there a certain number of hours that managers
 20 are supposed to work at stores?
 21 A. Yes.
 22 Q. How many?
 23 A. 46 and three-quarters.
 24 Q. Is there ever a situation where their hours are

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1 knowledge of that?
 2 A. Nope.
 3 Q. You never asked that to happen?
 4 A. No.
 5 Q. Did you have any role in transferring Mr. McCants
 6 from 825 to 811?
 7 A. Yes.
 8 Q. Was that at your suggestion?
 9 A. It was a conversation between myself and Jeff,
 10 yes.
 11 Q. Why did you do that?
 12 A. As we went through the interview process for 840
 13 and then subsequently filled 841 and then 811 and 842 --
 14 Q. 842 was what?
 15 A. The store Chris Casey was running at the time he
 16 was moved to Store 841.
 17 Q. That's the Hockessin store?
 18 A. Correct. At the time we went through the
 19 interview process, I felt it was a good opportunity for
 20 Jeff to get more experience in another location in a
 21 location that offered more challenge to further, I guess,
 22 expand his skills and challenge him and make him better
 23 so that if other gas stores became available down the
 24 road that Jeff would have had more experience, hopefully

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1 reduced to benefit the store as a whole?
 2 A. I don't understand your question.
 3 Q. Is there ever a situation where a store manager
 4 might work less than 46 hours for some reason, for some
 5 plan reason?
 6 A. Yes. They could physically work less than 46 and
 7 three-quarter hours if they were taking vacation time or
 8 personal time.
 9 Q. Forget about their desire. For some business
 10 purpose, would they ever have less than 46 hours?
 11 A. No.
 12 Q. Is there ever a situation where, in order to keep
 13 associates happy and make sure they get all the hours
 14 they want, that a manager might work less than 46 hours?
 15 A. Absolutely not. That would be against policy.
 16 Q. So there was never a situation where a manager
 17 that you know of where a manager's hours were reduced in
 18 order that his associates be guaranteed the number of
 19 hours that they want?
 20 A. No.
 21 Q. So if there was testimony to the effect that Tom
 22 Grant, at one time, had his hours and his assistant
 23 manager's reduced to less than 46 hours in order that
 24 associates get more working time, you would not have any

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1 would have excelled at that experience. And, in fact,
 2 Store 811 was a promotion for Jeff.
 3 Q. How would 811 make him more suited for a gas
 4 store if it wasn't a gas store itself?
 5 A. It was giving him higher volume experience with
 6 more associates in a little bit more challenging store.
 7 Q. How associates did 825 have?
 8 A. Off the top of my head, I don't know.
 9 Q. How many did 811 have?
 10 A. I couldn't tell you today. But, at the time, a
 11 higher volume store generates more labor hours. And more
 12 labor hours means you need more associates to run that
 13 store.
 14 Q. Are we talking about one or two extra people or
 15 are we talking about a staff in double the size?
 16 A. It wouldn't have been double, but it would have
 17 been more people.
 18 Q. Were you familiar with the employees who were at
 19 811?
 20 A. Yes.
 21 Q. And how long had they generally worked for that
 22 store?
 23 A. It was a very experienced team who had been with
 24 Wawa for a long period of time.

13 (Pages 46 to 49)

McCants
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C.A. # 04-257 (KAJ)Wawa, Inc.
December 14, 2004

1 **Q. One of them was Sherry Young?**
 2 A. Yes.
 3 **Q. She had been there five or six years?**
 4 A. Sounds correct.
 5 **Q. Sherry Ryan had been there five or six years?**
 6 A. Sounds correct.
 7 **Q. Did different managers have different management styles?**
 8 A. I'm sorry?
 10 **Q. You always hear them say in the Army, you get a new commanding officer, and he might have a different style than the old commanding officer. It might take some time for the team to get used to the new commanding officer.**
 15 A. Yes.
 16 **Q. Is that a concern when new managers go in the stores?**
 18 A. At times it is, yes.
 19 **Q. Is that something you discussed with Jeff?**
 20 A. Yes.
 21 **Q. What did you tell him?**
 22 A. When Jeff made the decision to go to 811, we discussed the fact that he was taking over a very tenured crew that was very different than what he was used to at

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1 the new team.
 2 **Q. And how long did you continue to be Mr. McCants area manager while he was a manager at 811?**
 4 A. I don't remember.
 5 **Q. Are we talking about one or two months a year?**
 6 A. It was a few months.
 7 **Q. How did he do initially at 811?**
 8 A. He struggled. He struggled with the team especially.
 10 **Q. What was wrong with the team?**
 11 A. I don't believe there was necessarily anything wrong with team.
 13 **Q. You said struggling. What was wrong with his relationship?**
 15 A. He did not get very active with that team out on the sales floor. He was not side by side with them really working to understand how they did things and build that rapport. It got off to a very confrontational start with that team.
 20 **Q. Is that reflected anywhere in his evaluations?**
 21 A. I don't remember. I don't believe I did an evaluation on Jeff at 811. I may have done a mid year, but I don't know for sure.
 24 **Q. We'll get to those in a minute. But if you did a**

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1 825. His crew at 825 was relatively short term. The crew at 811 was very experienced, believed that they had a high level of knowledge in running the business and running it well. And they expected that the store manager be side by side hands-on out there with them. And that he needed to be well aware of that as he entered that store and do his best to work with them from day one to build that respect and rapport with an experienced team.
 10 **Q. Did you discuss with him the appropriateness of maybe changing how things were done at Store 811?**
 12 A. Yes.
 13 **Q. What did you tell him?**
 14 A. We discussed not making any radical changes in the beginning. For the first few weeks, get in there, learn the team, learn how they do things, identify what they do well and what they don't do so well, and then slowly make change. 811 was running well at the time. And there wasn't a need for wholesale change. But any time a manager changes with another, they see things that maybe they would like to do differently or they believe they could do better than the previous manager. Many times when a new manager comes in and makes change day one, it creates a lot of upheaval and uneasiness among

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1 mid year, then that criticism should show up in the evaluation; shouldn't it?
 3 A. Yes. But I do know Jeff and I had conversations about those types of activities early on.
 5 (Thereupon, a short recess was had.)
 6 BY MR. ABER:
 7 **Q. I'm going to hand you a series of evaluations that have been produced. I'm not sure which ones you are familiar with.**
 10 A. Okay.
 11 **Q. Before I have them marked as exhibits, first let me show you, the fist page is Bates stamped W11. Do you recognize that document?**
 14 A. No, I do not.
 15 **Q. Do you recognize whose handwriting that is?**
 16 A. No. I mean, the document looks to be a training document for Jeff when he was an assistant manager. But it wasn't something I produced or was responsible for.
 19 **Q. Do you recognize what those documents are?**
 20 A. I know what they are, yes.
 21 **Q. What are they?**
 22 A. This is a job card that would have been given to an assistant manager in training at the time of their training. Though, it's not something that occurred when

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14 (Pages 50 to 53)

1 at the time.

2 **Q. Would they discuss how the store was operating**
3 **with the associates?**

4 A. Typically, only the manager in charge. They
5 might have made some positive comments if they were
6 looking in a particular area and there was an associate
7 there. They might say your food service looks good
8 today.

9 **Q. Are these documents maintained in record form?**

10 A. Hard copies are left at the store. However, a
11 running list of these are kept corporately by our
12 internal audit department.

13 MR. ABER: I have no other questions, sir.

14 MS. BILENKER: Actually, I have a couple
15 questions.

16 EXAMINATION

17 BY MS. BILENKER:

18 **Q. Mr. Poplawski, at the time that you did the**
19 **interviews for 841, do you know how many years of**
20 **experience George Shelton had with Wawa?**

21 A. 840 or 841?

22 **Q. Well, they were done around the same time period,**
23 **right?**

24 A. Well, we didn't interview for 841.

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1 **Q. When you did the interviews for 840 when you were**
2 **in the process of filling stores 840 and then backfilling**
3 **and George Shelton interviewed for that position, how**
4 **many years of experience did he have with Wawa?**

5 A. George had a number of years of experience with
6 Wawa. I believe it was two years at Store 841 running a
7 gas store and he had previous experience as a store
8 manager with Wawa prior to that at a non-gas store. I'm
9 not exactly sure how long that was though.

10 **Q. Had he been at the company longer than Jeff**
11 **McCants?**

12 A. Yes.

13 **Q. What is Tom Grant's race?**

14 A. He's male Caucasian.

15 **Q. And how about Gary Smith?**

16 A. Male Caucasian.

17 **Q. And George Shelton?**

18 A. Male Caucasian.

19 MS. BILENKER: That's all I have.

20 (Thereupon, the deposition concluded at 10:30

21 a.m.)

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REPLACE THIS PAGE
WITH THE ERRATA SHEET
AFTER IT HAS BEEN
COMPLETED AND SIGNED
BY THE DEPONENT.

19 (Pages 70 to 73)